

**If you are in any doubt** about this supplementary circular or as to the action to be taken, you should consult a stockbroker, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Chinalco Mining Corporation International, you should at once hand this supplementary circular and the enclosed revised form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or transferee.

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**CHINALCO-CMC**

**Chinalco Mining Corporation International**  
**中鋁礦業國際**

*(incorporated under the laws of the Cayman Islands with limited liability)*

**(Stock Code: 3668)**

**PROPOSED RE-ELECTION OF A RETIRING DIRECTOR**  
**AND**  
**SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING**

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This supplementary circular (the “**Supplementary Circular**”) should be read in conjunction with the circular of the Company dated 29 April 2016 (the “**First Circular**”).

The notice dated 29 April 2016 (the “**Notice**”) convening the annual general meeting of Chinalco Mining Corporation International (the “**Annual General Meeting**”) to be held at Room 2901, Chinalco Mansion, No. 62 North Xizhimen Street, Beijing (Postcode: 100082), PRC on Friday, 17 June 2016 at 9:00 a.m. was set out in the First Circular. A supplementary notice of the Annual General Meeting (the “**Supplementary Notice**”) is set out on pages 5 to 6 of this Supplementary Circular.

A revised form of proxy (the “**Revised Form of Proxy**”) is enclosed herewith and also published on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company’s website ([www.chinalco-cmc.com](http://www.chinalco-cmc.com)). The Revised Form of Proxy shall supersede the form of proxy enclosed with the First Circular. Whether or not you intend to attend the Annual General Meeting, you may complete the Revised Form of Proxy in accordance with the instructions printed thereon and deliver it to the Hong Kong share registrar of Chinalco Mining Corporation International, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof. Completion and return of the Revised Form of Proxy shall not preclude any Shareholder from attending and voting in person at the Annual General Meeting if they so wish.

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## LETTER FROM THE BOARD

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CHINALCO-CMC

### Chinalco Mining Corporation International 中鋁礦業國際

*(incorporated under the laws of the Cayman Islands with limited liability)*

**(Stock Code: 3668)**

*Non-executive Directors:*

Mr. Liu Jianping (*Chairman*)

Mr. Luan Shuwei

Dr. Liu Hongjun

Dr. Wang Dongbo

*Executive Directors:*

Mr. Liu Yuewei

Mr. Gao Lidong

*Independent Non-executive Directors:*

Mr. Scott McKee Hand

Mr. Ronald Ashley Hall

Mr. Lai Yat Kwong Fred

Mr. Francisco Augusto Baertl Montori

*Registered office:*

PO Box 309 Ugland House

Grand Cayman

KY1-1104, Cayman Islands

*Corporate headquarters:*

No. 62, Xi Zhi Men Bei Da Jie

Haidian District

Beijing, PRC

*Principal place of business in Hong Kong:*

36/F, Tower Two, Times Square

1 Matheson Street

Causeway Bay Hong Kong

31 May 2016

*To the Shareholders*

Dear Sir or Madam,

### **PROPOSED RE-ELECTION OF A RETIRING DIRECTOR AND SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING**

#### **INTRODUCTION**

This Supplementary Circular should be read together with the First Circular. Unless indicated otherwise, the capitalised terms used in this Supplementary Circular shall have the same meanings as those defined in the First Circular.

The purpose of this Supplementary Circular is to provide you with information regarding the amendment to the proposed re-election of Mr. Jin Yanbing in order to allow you to make an informed decision on voting in respect of the supplementary resolution to be proposed at the Annual General Meeting.

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## LETTER FROM THE BOARD

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### AMENDMENT TO PROPOSED RE-ELECTION OF RETIRING DIRECTORS

As mentioned in the First Circular, Mr. Jin Yanbing will hold office as a Director until the Annual General Meeting and subject to re-election, in accordance with article 16.18 of the Articles of Association.

Subsequent to the dispatch of the First Circular, the Company has announced the following changes to the Board with effect from 26 May 2016:

- (a) Mr. Jin Yanbing has resigned as an executive Director and the Chief Financial Officer of the Company; and
- (b) Mr. Gao Lidong has been appointed as an executive Director and the Chief Financial Officer of the Company.

In view of the resignation as a Director by Mr. Jin Yanbing and the appointment as a Director of Mr. Gao Lidong, the ordinary resolution numbered (2)(A)(vi) in relation to Mr. Jin Yanbing's proposed re-election as referred to in the First Circular and contained in the Notice is no longer applicable and will not be put forward for consideration and approval by the Shareholders at the Annual General Meeting.

Pursuant to article 16.2 of the Articles of Association, Mr. Gao Lidong, who has been appointed by the Board to fill the vacancy arising from the resignation of Mr. Jin Yanbing, will hold office until the Annual General Meeting and be eligible for re-election at the Annual General Meeting. Accordingly, an additional ordinary resolution will be proposed at the Annual General Meeting to approve the re-election of Mr. Gao Lidong as a Director.

The resolution (2)(A)(vi) set out in the Notice dated 29 April 2016 is replaced by the following amended resolution (2)(A)(vi) (the "**Amended Resolution**"):

- (2) (A) To re-elect the following retiring director of the Company who is standing for re-election at the Annual General Meeting:
  - (vi) Mr. Gao Lidong.

Details of Mr. Gao Lidong, the retiring Director to stand for re-election at the Annual General Meeting, are set out below in accordance with the relevant requirements of the Listing Rules.

Mr. Gao Lidong ("**Mr. Gao**"), aged 46, is currently the Chief Financial Officer of the Company. After graduating from Peking University with a master degree in business administration, Mr. Gao worked in the Finance Department of China National Nonferrous Metals Industry Corporation (中國有色金屬工業總公司) from August 1993 to July 1998. He worked in China Non-Ferrous Asset Management Company under the State Bureau of Nonferrous Metal Industry (國家有色金屬工業局中色資產管理公司) from July 1998 to November 1999, and served as the deputy director of Finance Management Division under the Finance Department of China Copper Lead Zinc Corporation (中國銅鉛鋅集團公司) from November 1999 to April 2001. From April 2001 to June 2003, he served as an assistant researcher in No. One Division of the Enterprise Supervision Bureau under State Economic and Trade Commission (國家經濟貿易委員會企業監督局), and from June 2003 to June 2004, he served as an assistant researcher in No. One Division of the

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## LETTER FROM THE BOARD

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Office of Key Project Inspectors under National Development and Reform Commission (國家發展改革委員會稽察辦). From June 2004 to June 2008, he joined the Finance Department of Aluminum Corporation of China (中國鋁業公司) as a director for the General Office (Asset Management Office), and served as the chief financial officer and secretary to the board of directors of Yunnan Copper Co., Ltd. (雲南銅業股份有限公司) from June 2008 to February 2010. From February 2010 to January 2015, Mr. Gao served as the general manager of Finance Department of China Copper Corporation Limited (中國銅業有限公司), and from January 2015 to August 2015, he served as the general manager of Finance Department of China Copper Corporation Limited (中國銅業有限公司), as well as a director of China Copper H.K. Holdings Limited (中銅香港控股有限公司). From August 2015 to May 2016, he served as the chief financial officer of Chinalco Resources Corporation (中鋁礦產資源有限公司). Mr. Gao has been engaged in finance management in mining enterprises for a number of years and has extensive experience in this area.

Save as disclosed herein, Mr. Gao does not hold any directorship in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years or any other position with the Company or any of its subsidiaries, and he did not have other major appointments and professional qualifications.

Mr. Gao has not entered into any service contract with the Company which is not terminable by the Company within one year without payment of compensation (other than statutory compensation). The remuneration of Mr. Gao will be determined by the Board with reference to his duties and responsibilities in the Company, and the Company will provide updates in relation thereto in due course.

As at the date of this Supplementary Circular, Mr. Gao does not have any interests that are required to be disclosed under Part XV of the SFO. Save as disclosed herein, Mr. Gao does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed herein, there is no other matter relating to the re-election of Mr. Gao as an executive Director that needs to be brought to the attention of the Shareholders and there is no other information in relation to the re-election of Mr. Gao which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules.

### **ANNUAL GENERAL MEETING**

The Annual General Meeting will be held as originally scheduled at 9:00 a.m. on Friday, 17 June 2016 at Room 2901, Chinalco Mansion, No. 62 North Xizhimen Street, Beijing (Postcode: 100082), PRC. The Supplementary Notice is set out on pages 5 to 6 of this Supplementary Circular.

Please refer to the Notice and the First Circular for details in respect of other resolutions to be considered at the Annual General Meeting, eligibility for attending the Annual General Meeting, registration procedures, closure of register of members, voting by poll and other relevant matters.

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## LETTER FROM THE BOARD

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### RECOMMENDATION

The Directors consider that the Amended Resolution regarding the re-election of Mr. Gao as a retiring Director is in the best interests of the Company and the Shareholders as a whole. The Directors therefore recommend the Shareholders to vote in favour of the Amended Resolution to be proposed at the Annual General Meeting.

Yours faithfully

By order of the Board

**Chinalco Mining Corporation International**

**Liu Jianping**

*Chairman*

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## SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING

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CHINALCO-CMC

### Chinalco Mining Corporation International 中鋁礦業國際

*(incorporated under the laws of the Cayman Islands with limited liability)*

(Stock Code: 3668)

## SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice (the “**Notice**”) of the annual general meeting (the “**Annual General Meeting**”) issued by Chinalco Mining Corporation International (the “**Company**”) dated 29 April 2016 which set out the resolutions to be considered by the Shareholders at the Annual General Meeting to be held at Room 2901, Chinalco Mansion, No. 62 North Xizhimen Street, Beijing (Postcode: 100082), PRC at 9:00 a.m. on Friday, 17 June 2016. Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 29 April 2016 (the “**First Circular**”) and the supplementary circular of the Company dated 31 May 2016 (the “**Supplementary Circular**”), respectively.

**SUPPLEMENTARY NOTICE IS HEREBY GIVEN that** the Annual General Meeting will be held as originally scheduled, that the resolution (2)(A)(vi) set out in the Notice will be replaced by the following amended resolutions (2)(A)(vi) which is proposed by the Board to be considered and, if thought fit, passed as an ordinary resolution at the Annual General Meeting together with other resolutions set out in the Notice dated 29 April 2016:

- (2) (A) To re-elect the following retiring director of the Company who is standing for re-election at the Annual General Meeting:

(vi) Mr. Gao Lidong.

By order of the Board  
**Chinalco Mining Corporation International**  
**Liu Jianping**  
*Chairman*

Beijing, the PRC, 31 May 2016

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## SUPPLEMENTARY NOTICE OF ANNUAL GENERAL MEETING

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*Notes:*

- (i) Save for the changes set out in this Supplementary Notice, there are no other changes to the resolutions set out in the Notice. For the details and other matters in relation to the other resolutions to be considered at the Annual General Meeting, please refer to the Notice and the First Circular.
- (ii) Since the form of proxy sent together with the First Circular dated 29 April 2016 (the “**First Form of Proxy**”) does not contain the amended resolutions as set out in this Supplementary Notice, a new form of proxy (the “**Revised Form of Proxy**”) has been prepared and is enclosed with this Supplementary Notice.
- (iii) The Revised Form of Proxy for use at the Annual General Meeting is enclosed and is also published on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company’s website ([www.chinalco-cmc.com](http://www.chinalco-cmc.com)). Whether or not you intend to attend the Annual General Meeting, you may complete the Revised Form of Proxy in accordance with the instructions printed thereon and deliver it to the Hong Kong share registrar of Chinalco Mining Corporation International, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for holding the Annual General Meeting or any adjournment thereof. Completion and return of the Revised Form of Proxy shall not preclude any Shareholder from attending and voting in person at the Annual General Meeting if they so wish.
- (iv) A Shareholder who has not yet lodged the First Form of Proxy in accordance with the instructions printed thereon is requested to lodge the Revised Form of Proxy if he or she wishes to appoint proxies to attend the Annual General Meeting on his or her behalf. In this case, the First Form of Proxy should not be lodged.
- (v) A Shareholder who has already lodged the First Form of Proxy in accordance with the instructions printed thereon should note that:
  - (a) If no Revised Form of Proxy is lodged in accordance with the instructions printed thereon, the First Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed. The proxy appointed under the First Form of Proxy will be entitled to vote in accordance with the instructions previously given by the Shareholder under the First Form of Proxy or at his/her discretion (if no such instructions are given) on any resolution properly put to the Annual General Meeting, including the amended resolution as set out in this Supplementary Notice.
  - (b) If the Revised Form of Proxy is lodged in accordance with the instructions printed thereon not less than 48 hours before the time appointed to hold the Annual General Meeting or any adjourned meeting (the “**Closing Time**”) and is duly completed, the Revised Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder, and the First Form of Proxy will be deemed revoked.
  - (c) If the Revised Form of Proxy is lodged after the Closing Time or is not duly completed, the Revised Form of Proxy will be invalid and will not revoke the First Form of Proxy. The First Form of Proxy will be treated as a valid form of proxy lodged by the Shareholder if duly completed. The proxy appointed under the First Form of Proxy will be entitled to vote in accordance with the instructions previously given by the Shareholder under the First Form of Proxy or at his/her discretion (if no such instructions are given) on any resolution properly.
- (vi) Shareholders are reminded that completion and return of the First Form of Proxy and/or the Revised Form of Proxy will not preclude them from attending and voting in person at the Annual General Meeting or any adjournment thereof.